

2015

Open to Public
Inspection**990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation****or Section 4947(a)(1) Trust Treated as Private Foundation**

- Do not enter social security numbers on this form as it may be made public.
- Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

For calendar year 2015, or tax year beginning 01-01-2015 , and ending 12-31-2015

Name of foundation MERCER FAMILY FOUNDATION		A Employer identification number 20-1982204			
Number and street (or P O box number if mail is not delivered to street address) 119 WEST 72ND STREET 248		B Telephone number (see instructions)			
City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 10069		C If exemption application is pending, check here			
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here 2. Foreign organizations meeting the 85% test, check here and attach computation E If private foundation status was terminated under section 507(b)(1)(A), check here F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here			
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation					
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ► \$ 22,729,081		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis)</i>			
Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		Revenue and expenses per books	Net investment income	Adjusted net income	Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	69,840	69,840	69,840	
	4 Dividends and interest from securities	135,517	135,517	135,517	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	13,348,449			
	b Gross sales price for all assets on line 6a	13,348,449			
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total .Add lines 1 through 11	13,553,806	205,357	205,357		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).	9,000			
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	5,000			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings.				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses.	14,000	0	0	
Add lines 13 through 23					
25 Contributions, gifts, grants paid	24,544,570			24,544,570	
26 Total expenses and disbursements. Add lines 24 and 25	24,558,570	0		24,544,570	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-11,004,764				
b Net investment income (if negative, enter -0-)		205,357			
c Adjusted net income (if negative, enter -0-)			205,357		

	Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)	Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
	1 Cash—non-interest-bearing	5,568,789	12,302	12,302
	2 Savings and temporary cash investments			
	3 Accounts receivable ► _____			
	Less allowance for doubtful accounts ► _____			
	4 Pledges receivable ► _____			
	Less allowance for doubtful accounts ► _____			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ► _____			
	Less allowance for doubtful accounts ► _____			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
Assets	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	28,165,056	22,716,779	22,716,779
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ► _____			
	Less accumulated depreciation (attach schedule) ► _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	14 Land, buildings, and equipment basis ► _____			
	Less accumulated depreciation (attach schedule) ► _____			
	15 Other assets (describe ► _____)			
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	33,733,845	22,729,081	22,729,081
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ► _____)			
	23 Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	33,733,845	22,729,081	
	30 Total net assets or fund balances (see instructions)	33,733,845	22,729,081	
	31 Total liabilities and net assets/fund balances (see instructions)	33,733,845	22,729,081	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	33,733,845
2	Enter amount from Part I, line 27a	2	-11,004,764
3	Other increases not included in line 2 (itemize) ► _____	3	
4	Add lines 1, 2, and 3	4	22,729,081
5	Decreases not included in line 2 (itemize) ► _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	22,729,081

Part IV Capital Gains and Losses for Tax on Investment Income

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co.)

How acquired
(b) P—Purchase
D—Donation

Date acquired
(c) (mo., day, yr.)

Date sold
(d) (mo., day, yr.)

1a

b

c

d

e

(e) Gross sales price

(f) Depreciation allowed
(or allowable)(g) Cost or other basis
(g) plus expense of sale

(h) (e) plus (f) minus (g)

a

b

c

d

e

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

Gains (Col (h) gain minus col (k), but not less than -0-) or
(I) Losses (from col (h))

(i) F M V as of 12/31/69

Adjusted basis
(j) as of 12/31/69Excess of col (i)
(k) over col (j), if any

a

b

c

d

e

2 Capital gain net income or (net capital loss)

If gain, also enter in Part I, line 7
If (loss), enter -0- in Part I, line 7

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)

3

If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)
If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part

Yes No

1 Enter the appropriate amount in each column for each year, see instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2014	18,298,080		
2013	13,487,091		
2012	11,669,718		
2011	7,095,233		
2010	4,032,933		

2 Total of line 1, column (d).	2
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4
5 Multiply line 4 by line 3.	5
6 Enter 1% of net investment income (1% of Part I, line 27b).	6 2,054
7 Add lines 5 and 6.	7 2,054
8 Enter qualifying distributions from Part XII, line 4.	8 24,544,570

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1		1	2,054
	Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3	Add lines 1 and 2.		3	2,054
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	2,054
6	Credits/Payments			
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	4,756	
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868).	6c	5,000	
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d.		7	9,756
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> If Form 2220 is attached		8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ►		9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ►		10	7,702
11	Enter the amount of line 10 to be Credited to 2015 estimated tax ►	7,702	Refunded	► 11

Part VII-A Statements Regarding Activities

		Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		1a
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?		1b
	<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		
c	Did the foundation file Form 1120-POL for this year?		1c
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		2
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		3
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		4a
b	If "Yes," has it filed a tax return on Form 990-T for this year?		4b
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		5
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		6
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>		7
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► _____		
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>		8b
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		9
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		10

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11	No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ►NOT APPLICABLE	13	Yes
14	The books are in care of ►REBEKAH MERCER Located at ►119 WEST 72ND STREET PO BOX 248 NEW YORK NY	Telephone no ►(631) 331-0515 ZIP+4 ►10023	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year. ► 15		
16	At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes," enter the name of the foreign country ►	16	Yes No

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)??. (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here. ►	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?.	1c	
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015?. If "Yes," list the years ► 20____, 20____, 20____, 20____	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b	If "Yes," did it have excess business holdings in 2015 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015)	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b	No

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (Continued)

5a During the year did the foundation pay or incur any amount to

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). Yes No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here. ►

5b

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870

6b

No

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
REBEKAH MERCER 240 RIVERSIDE BLVD NEW YORK, NY 10069	DIRECTOR 25 00	0	0	0

2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000. ►				

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)
3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services. ►

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

Expenses

1	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

1 N/A	
2	

All other program-related investments. See instructions

3	

Total. Add lines 1 through 3 ►
-------------------------------------	-------------

Part X Minimum Investment Return

(All domestic foundations must complete this part. Foreign foundations, see instructions.)

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes	1a	0
a Average monthly fair market value of securities.	1b	0
b Average of monthly cash balances.	1c	0
c Fair market value of all other assets (see instructions).	1d	0
d Total (add lines 1a, b, and c).		
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2 Acquisition indebtedness applicable to line 1 assets.	2	
3 Subtract line 2 from line 1d.	3	0
4 Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	0
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	0
6 Minimum investment return. Enter 5% of line 5.	6	0

Part XI Distributable Amount(see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ► and do not complete this part.)

1 Minimum investment return from Part X, line 6.	1	
2a Tax on investment income for 2015 from Part VI, line 5.	2a	2,054
b Income tax for 2015 (This does not include the tax from Part VI).	2b	
c Add lines 2a and 2b.	2c	2,054
3 Distributable amount before adjustments Subtract line 2c from line 1.	3	
4 Recoveries of amounts treated as qualifying distributions.	4	
5 Add lines 3 and 4.	5	
6 Deduction from distributable amount (see instructions).	6	
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	0

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes	1a	24,544,570
a Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1b	
b Program-related investments—total from Part IX-B.	2	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	3a	
3 Amounts set aside for specific charitable projects that satisfy the	3b	
a Suitability test (prior IRS approval required).	4	24,544,570
b Cash distribution test (attach the required schedule).	5	2,054
4 Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	6	24,542,516
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).		
6 Adjusted qualifying distributions. Subtract line 5 from line 4.		
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years		

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				0
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2015				
a From 2010.	4,039,000			
b From 2011.	7,105,215			
c From 2012.	11,677,197			
d From 2013.	13,492,358			
e From 2014.	18,300,979			
f Total of lines 3a through e.	54,614,749			
4 Qualifying distributions for 2015 from Part XII, line 4 ► \$ 24,544,570				
a Applied to 2014, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2015 distributable amount.				
e Remaining amount distributed out of corpus	24,544,570			
5 Excess distributions carryover applied to 2015 <i>(If an amount appears in column (d), the same amount must be shown in column (a))</i>				
6 Enter the net total of each column as indicated below:	79,159,319			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions.				
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount—see instructions.				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).				
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions).	4,039,000			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a.	75,120,319			
10 Analysis of line 9				
a Excess from 2011.	7,105,215			
b Excess from 2012.	11,677,197			
c Excess from 2013.	13,492,358			
d Excess from 2014.	18,300,979			
e Excess from 2015.	24,544,570			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling. . . . ►				
b Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)				
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.				
b 85% of line 2a				
c Qualifying distributions from Part XII, line 4 for each year listed.				
d Amounts included in line 2c not used directly for active conduct of exempt activities.				
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c				
3 Complete 3a, b, or c for the alternative test relied upon				
a "Assets" alternative test—enter				
(1) Value of all assets				
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.				
c "Support" alternative test—enter				
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).				
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(III).				
(3) Largest amount of support from an exempt organization				
(4) Gross investment income				

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:**

- a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))
- b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ► if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

- a** The name, address, and telephone number or email address of the person to whom applications should be addressed
- b** The form in which applications should be submitted and information and materials they should include
- c** Any submission deadlines
- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

Part XV Supplementary Information(continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See Additional Data Table				
Total			► 3a	24,544,570
b <i>Approved for future payment</i>				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments					69,840
4 Dividends and interest from securities.					135,517
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory					13,348,449
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal Add columns (b), (d), and (e).					13,553,806
13 Total Add line 12, columns (b), (d), and (e).					13,553,806

Part V: Relationships of Activities to the accomplishment of Forecast Purposes

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization of

b Other transactions

(1) Sales of assets to a noncharitable exempt organization.
(2) Purchases of assets from a noncharitable exempt organization.
(3) Rental of facilities, equipment, or other assets.
(4) Reimbursement arrangements.
(5) Loans or loan guarantees.
(6) Performance of services or membership or fundraising solicitations.

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations?

described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes
 No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

**Sign
Here**

* * * *

2016 -

Signature of officer or trustee

Date

**Paid
Prepared
Use
Only**

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
THE HEARTLAND INSTITUE 19 SO LASALLE STE 903 CHICAGO, IL 60603		NON PROFIT	DONATION	100,000
MUSEUM OF NATURAL HISTORY CPW 79TH STREET NEW YORK, NY 10024		NON PROFIT	DONATION	575,000
MEDIA RESERACH CENTER 1900 CAMPUS COMMONS DRIVE RESTON, VA 20191		NON PROFIT	DONATION	3,000,000
THE GEORGE W BUSH FOUND PO BOX 600610 DALLAS, TX 75360		NON PROFIT	DONATION	5,000,000
THE STONY BROOK FOUNDATION 230 ADMINISTRATION STONY BROOK UNIVERSITY STONY BROOK, NY 11794		NON PROFIT	DONATION	2,099,970
THE BARRY GOLDWATER INSTITUTE FOR PUBLIC POLICY 500 E CORONADO ROAD PHOENIX, AZ 85004		NON PROFIT	DONATION	300,000
THE WORLD SCIENCE FESTIVAL 475 RIVERSIDE DRIVE SUITE 950 NEWYORK, NY 10115		NON PROFIT	DONATION	100,000
MANHATTAN INST FOR POLICY RESEARCH 52 VANDERBILT AVENUE SUITE 201 NEWYORK, NY 10017		NON PROFIT	DONATION	300,000
CITIZENS UNITED FOUNDATION 1006 PENNSYLVANIA AVE SE WASHINGTON, DC 20003		NON PROFIT	DONATION	250,000
FOUNDATION FOR CULTURAL REVIEWING THE NEW CRITERION 900 BROADWAY SUITE 602 NEWYORK, NY 10003		NON PROFIT	DONATION	100,000
ENCOUNTER FOR CULTURE AND EDUCATION 900 BROADWAY SUITE 601 NEWYORK, NY 10003		NON PROFIT	DONATION	25,000
CHERISH FREEDOM FOUNDATION 1006 CAMERON STREET ALEXANDRA, VA 22314		NON PROFIT	DONATION	250,000
THE BECKET FUND 1200 NEW HAMPSHIRE AVE NW SUITE 700 WASHINGTON, DC 20036		NON PROFIT	DONATION	250,000
REASON FOUNDATION 5737 MESMER AVENUE LOS ANGELES, CA 90230		NON PROFIT	DONATION	50,000
HERITAGE FOUNDATION 214 MASS AVE NW WASHINGTON, DC 20002		NON PROFIT	DONATION	500,000
Total				24,544,570
			► 3a	

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
MOVING PICTURES INSTITUTE 575 GREENWICH STREET NEW YORK, NY 10013		NON PROFIT	DONATION	500,000
THE CALVIN COOLIDGE FOUNDATION 3780 VERMONT 100A PLYMOUTH, VT 05056		NON PROFIT	DONATION	273,000
EMPIRE CENTER FOR PUBLIC POLICY 100 STATE STREET SUITE 600 ALBANY, NY 12201		NON PROFIT	DONATION	100,000
LAW ENFORCEMENT EDUCATION FUND 667 EAST BIG BEAVER ROAD SUITE 205 TROY, MI 48083		NON PROFIT	DONATION	231,600
OISM PO BOX 1279 CAVE JUNCTION, OR 97523		NON PROFIT	DONATION	200,000
GOVERNMENT ACCOUNTABILITY INSTITUTE TALLAHASSEE TALLAHASSEE, FL 32301		NON PROFIT	DONATION	1,735,000
THE FEDERALIST SOCIETY 1015 18TH STREET NW SUITE 425 WASHINGTON, DC 20036		NON PROFIT	DONATION	2,300,000
NATIONAL YOUTH SCIENCE FUND PO BOX 3387 CHARLESTON, WV 25333		NON PROFIT	DONATION	100,000
FAMILIES FOR EXCELLENT SCHOOLS 80 PINE STREET 32ND FLOOR NEW YORK, NY 10005		NON PROFIT	DONATION	250,000
CLASSROOM INC 245 5TH AVENUE NEW YORK, NY 10037		NON PROFIT	DONATION	40,000
BERKELY EARTH 2831 GARBER STREET BERKELEY, CA 94705		NON PROFIT	DONATION	250,000
TEXAS FREEDOM NETWORK AUSTIN AUSTIN, TX 73301		NON PROFIT	DONATION	5,000
THE PHILANTHROPY ROUNDTABLE 1730 M STREET NW WASHINGTON, DC 20036		NON PROFIT	DONATION	260,000
YOUNG AMERICA'S FOUNDATION 11480 COMMERCE PARK DRIVE SUITE 600 RESTON, VA 201911556		NON PROFIT	DONATION	1,100,000
CATO INSTITUTE 100 MASSACHUSETTS AVE NW WASHINGTON, DC 20001		NON PROFIT	DONATION	300,000
Total				24,544,570 ► 3a

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
KING'S COLLEGE 56 BROADWAY NEW YORK, NY 10004		NON PROFIT	DONATION	300,000
SUCESS ACADEMY CHARTER SCHOOLS 95 PINE STREET NEW YORK, NY 10005		NON PROFIT	DONATION	500,000
GATESTONE INSTITUTE 750 3RD AVENUE NEW YORK, NY 100172703		NON PROFIT	DONATION	100,000
RECLAIM NEW YORK 1211 AVE OF THE AMERICAS SUITE 2703 NEW YORK, NY 10036		NON PROFIT	DONATION	1,250,000
AMERICAN PRINCIPLES PROJECT 1130 CONNECTICUT AVE NW SUITE 425 WASHINGTON, DC 20036		NON PROFIT	DONATION	250,000
WILDLIFE CONSERVATION SOCIETY 2300 SOUTHERN BLVD BRONX, NY 10460		NON PROFIT	DONATION	25,000
WILLIAM F BUCKLEY JR PROGRAM 234 CHURCH STREET 7TH FLOOR NEW HAVEN, CT 06510		NON PROFIT	DONATION	10,000
COLD SPRING HARBOR LAB ONE BUNGTON ROAD COLD SPRING HARBOR, NY 11724		NON PROFIT	DONATION	250,000
AMERICAN TRANSPARENCY 200 S FRONTAGE ROAD BURR RIDGE, IL 60527		NON PROFIT	DONATION	250,000
ACU FOUNDNTION 1331 H STREET SUITE 500 WASHINGTON, DC 20005		NON PROFIT	DONATION	120,000
SUSAN B ANTHONY EDUCATION FUND 1200 NEW HAMPSHIRE AVE NW WASHINGTON, DC 20036		NON PROFIT	DONATION	300,000
CENTER FOR UNION FACTS 1090 VERMONT AVE NW SUITE 800 WASHINGTON, DC 200054961		NON PROFIT	DONATION	500,000
INTER'L CTR FOR PRESV WILD ANIMALS THE WILDS 14000 INTERNATIONAL ROAD CUMBERLAND, OH 43732		NON PROFIT	DONATION	50,000
CLARE BOOTHE LUCE POLICY INSTITUTE 112 ELDEN STREET SUITE P HERNDON, VA 20170		NON PROFIT	DONATION	25,000
THE FUND FOR AMERICAN STUDIES 1706 NEW HAMPSHIRE AVE NW WASHINGTON, DC 20009		NON PROFIT	DONATION	10,000
Total				► 3a 24,544,570

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
AMERICA EDUCATIONAL FOUNDATION INC 2323 CLEAR LAKE CITY BLVD SUITE 180-190 HOUSTON, TX 77062		NON PROFIT	DONATION	50,000
MASSACHUSETTS GENERAL CANCER CENTER 125 NASHUA STREET SUITE 540 BOSTON, MA 02114		NON PROFIT	DONATION	10,000
Total			► 3a	24,544,570

TY 2015 Accounting Fees Schedule

Name: MERCER FAMILY FOUNDATION

EIN: 20-1982204

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT ACCOUNTING FEES	9,000			

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2015 Gain/Loss from Sale of Other Assets Schedule

Name: MERCER FAMILY FOUNDATION

EIN: 20-1982204

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
MEDALLION INVESTMENTS	2015-01	PURCHASE	2015-12		13,348,449				13,348,449	

TY 2015 Investments Corporate Stock Schedule

Name: MERCER FAMILY FOUNDATION

EIN: 20-1982204

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MEDALLION INVESTMENTS	22,716,779	22,716,779

TY 2015 Taxes Schedule

Name: MERCER FAMILY FOUNDATION

EIN: 20-1982204

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAX	5,000			